

Pursuant to the provisions of Article 277 paragraph 2 of the Companies Act and Article 23 of the Company Statute, OT-OPTIMA TELEKOM d.d. Zagreb, Bani 75/a, (hereinafter: the "Company"), on 25 February 2014 the Management of the Company adopted the

Decision on extraordinary convocation of the Company's General Assembly

Shareholders are hereby invited to the General Assembly of the Company OT-OPTIMA TELEKOM d.d. Zagreb, which is to be held on **15 April 2014 at 12,00 hrs**, in the "Aristos" Hotel, Zagreb, Cebini 33.

Following agenda is proposed for the General Assembly:

1. Opening of the General Assembly, determining the list of present shareholders or their proxies, establishing quorum
2. Report of the Management of the Company on the reasons for exclusion of subscription right regarding new shares.
3. Decision on the share capital increase against contributions in kind by issuance of new ordinary shares with exclusion of subscription right of the current shareholders.

PROPOSED DECISION:

Ad 3)

Pursuant to the provisions of Article 29 of the Company Statute, provisions of Articles 304, 305 and 308 of the Companies Act and provision of Article 46 paragraph 7 of the Act on Financial Business and Pre-bankruptcy Settlement, General Assembly adopted the following

DECISION on share capital increase against contributions in kind by issuance of new ordinary shares, with exclusion of the subscription right of current shareholders

Article 1

The share capital of the Company is increased from the amount of HRK 28,200,700.00 (twenty-eight-million-two-hundred-thousand-seven-hundred kuna) to the amount of maximum HRK 568,080,870.00 (five-hundred-sixty-eight-million-eighty-thousand-eight-hundred-seventy kuna).

Article 2

Share capital will be increased by contributions in kind (rights), i.e. by conversion of claims of the creditors of the pre-bankruptcy proceedings into the share capital of the Company, pursuant to the Financial and Operative Restructuring Plan for which the Settlement council of the Financial Agency by the Resolution dated 6 November 2013 confirmed that it was adopted by the legally required majority in the pre-bankruptcy settlement proceedings of the Company CLASS: UP-I/110/07/13-01-3201, reg. no. 04-06-13-3201-296, and pursuant to the pre-bankruptcy settlement that will be entered by and between the Company and the creditors of the pre-bankruptcy settlement in front of the Commercial Court in Zagreb.

The share capital increase will be conducted by issuance of maximum 53,988,017 ordinary registered shares, of nominal value in the amount of HRK 10.00. The shares shall be issued by the nominal value by conversion of the claims of the equal nominal value. Pursuant to the Article 46 paragraph 7 of the Act on Financial Business and Pre-bankruptcy Settlement, it is not required to conduct an audit of the value of claims that are contributions to the share capital of the Company when implementing the financial restructuring within the pre-bankruptcy settlement proceedings.

Article 3

Pursuant to the Article 308 paragraph 4 of the Companies Act, the shareholders of the Company are excluded from the subscription right regarding the issuance of new shares that are to be issued on the basis of this Decision.

Article 4

The right for subscription of shares have the creditors of the pre-bankruptcy settlement from the proceedings described above in the Article 2, which creditors are listed in the following table containing the exact number of shares that each of the creditors has the right to subscribe and the amount of monetary claim that is the contribution to the share capital of the Company of each of the creditors:

OIB	The amount of claim to be converted into the share capital (in HRK)	Company name/Name and surname of the investor	Address of the investor	Nominal amount of share that the investor is acquiring (in HRK)	No. of shares that the investor is acquiring
14665174376	8.090,00	AGRAM BROKERI DD	ULICA GRADA VUKOVARA 74, ZAGREB, HRVATSKA	8.090,00	809
64573501654	6.760,00	ALADROVIĆ OLIVER	VILIMA KORAJCA 25, POŽEGA, HRVATSKA	6.760,00	676
56388790507	28.650,00	ALLEGHENY FINANCIAL D.O.O.	KAPUCINSKA 33/I, OSIJEK, HRVATSKA	28.650,00	2.865
23759810849	5.676.600,00	ALLIANZ ZAGREB D.D.	HEINZELOVA 70 N/R TATJANE VUJOVIĆ, ZAGREB, HRVATSKA	5.676.600,00	567.660
86029611902	486.560,00	ARTUKOVIĆ MILAN	VLADIMIRA NAZORA 18, ZAGREB, HRVATSKA	486.560,00	48.656
60392304716	954.270,00	B.NET HRVATSKA D.O.O.	VRTNI PUT 1, ZAGREB, HRVATSKA	954.270,00	95.427
59706054982	5.473.860,00	BASLER OSIGURANJE ZAGREB D.D.	RADNIČKA 37B ODJEL UPRAVLJANJA IMOVINOM, ZAGREB, HRVATSKA	5.473.860,00	547.386
00168483335	24.470,00	BONA PAVELIĆ MERCY	ZRINSKO FRANKOPANSKA 5, DUBROVNIK, HRVATSKA	24.470,00	2.447
99754288663	130.720,00	BORONJEK MLADEN	HEČIMOVIĆEVA 16, ZAGREB, HRVATSKA	130.720,00	13.072
78790355810	1.602.820,00	BOSANAC BRANIMIR	GRACEC 18 E, ZAGREB, HRVATSKA	1.602.820,00	160.282
08868977821	16.210,00	BOŽIĆ MILAN	BREZINE 41 A, LIPIK, HRVATSKA	16.210,00	1.621
11028077095	265.090,00	BRBOROVIĆ DARKO	DOBRICHEVA 46, PULA, HRVATSKA	265.090,00	26.509

06325357420	72.980,00	BREBRIĆ ŽELJKO	VRTLARSKA 11, ZAGREB, HRVATSKA	72.980,00	7.298
06782217744	405.470,00	BRIZAR BRANISLAV	SREBRNJAK 50, ZAGREB, HRVATSKA	405.470,00	40.547
64257212126	400.000,00	BUBANJ TRGOVINA D.O.O.	MIROSLAVA KRALJEVIĆA 34A, SESVETE, HRVATSKA	400.000,00	40.000
30178947036	218.140,00	BUDOR DARKO	ZAPOLJSKA 10, ZAGREB, HRVATSKA	218.140,00	21.814
14206474293	16.210,00	BURJA ANTE	BREZARIĆ 8, KRAŠIĆ, HRVATSKA	16.210,00	1.621
48827873221	591.980,00	CAPITAL ONE-OTVORENI INVESTICIJSKI FOND S JAVNOM PONUDOM ZASTUPAN PO ICAM d.o.o.	MASARYKOVA 1, ZAGREB, HRVATSKA	591.980,00	59.198
05008422802	324.370,00	CAPITAL TWO-OTVORENI INVESTICIJSKI FOND S JAVNOM PONUDOM ZASTUPAN PO ICAM d.o.o.	MASARYKOVA 1, ZAGREB, HRVATSKA	324.370,00	32.437
70499163224	9.500,00	CARIĆ MARIJO	RIJEČKA 12A, DUBROVNIK, HRVATSKA	9.500,00	950
30317812443	14.590,00	CENTAR ULAGANJA D.O.O.	PETRA PRERADOVIĆA 83, DARUVAR, HRVATSKA	14.590,00	1.459
27471262195	171.570,00	CESTAR D.D.	TRŠĆANSKA 1, SPLIT, HRVATSKA	171.570,00	17.157
41792612890	446.490,00	CETIS-ZG D.O.O.	INDUSTRIJSKA 11, SVETA NEDELJA, HRVATSKA	446.490,00	44.649
83825625538	8.100,00	CINKOPAN DRAGAN	ZAGREBAČKA 32, PAZIN, HRVATSKA	8.100,00	810
99406899243	706.880,00	CITY EX D.O.O.	P PEJAČEVIĆA 11A, OSIJEK, HRVATSKA	706.880,00	70.688
85420402260	5.333.160,00	COMPUTECH D.O.O.	ZELENI TRG 1, ZAGREB, HRVATSKA	5.333.160,00	533.316
93070876557	24.320,00	CRNOJEVIĆ SAŠA	DUNDA MAROJA 8, ZAGREB, HRVATSKA	24.320,00	2.432
60202077404	20.270,00	ČINIĆ DEAN	SLAVKA BATUŠIĆA 29, ZAGREB, HRVATSKA	20.270,00	2.027
46736174350	486.560,00	ČOVIĆ ŽELJKO	GAJEVA 59, ZAGREB, HRVATSKA	486.560,00	48.656
29630989735	8.100,00	ČUNČIĆ RAJKO	BRAĆE RADIĆA 53, KUČE, HRVATSKA	8.100,00	810
58460642789	162.180,00	DUBRAVICA VLATKO	KNEZA MISLAVA 2, ZAGREB, HRVATSKA	162.180,00	16.218
53720700486	24.320,00	ELEZOVIĆ NEVEN	SUPILOVA 7, ZAGREB, HRVATSKA	24.320,00	2.432
06964027639	290.520,00	EMERSON D.O.O.	SELSKA 93, ZAGREB, HRVATSKA	290.520,00	29.052
55065560003	137.860,00	ERSTE DMD D.O.O. ZA UPRAVLJANJE U SVOJE IME ZA RAČUN ERSTE PLAVI PROTECT-DOBROVOLJNI MIROVINSKI FOND	IVANA LUČIĆA 2A, ZAGREB, HRVATSKA	137.860,00	13.786
23895806434	6.480,00	ESAPOVIĆ GREŠ NEDA	OTONA KUČERE 44, PETRINJA, HRVATSKA	6.480,00	648
63157774934	498.800,00	FAJDETIĆ HRVOJE	ISTARSKA 62, ZAGREB, HRVATSKA	498.800,00	49.880
04831626413	144.380,00	FELL DALIBOR	HRGOVIĆI 33, ZAGREB, HRVATSKA	144.380,00	14.438

91868369111	52.330,00	FRANIČEVIĆ IVAN	MEĐAŠNA 13, ĐURĐEVAC, HRVATSKA	52.330,00	5.233
97040709988	243.280,00	GAĆINA-BILIN ROBERT	POLJANA B. HANŽEKOVIĆA 14, ZAGREB, HRVATSKA	243.280,00	24.328
30050049642	21.650,00	GRAD OSIJEK	F. KUHAČA 9, OSIJEK, HRVATSKA	21.650,00	2.165
54382731928	3.030,00	GRAD RIJEKA	KORZO 16, RIJEKA, HRVATSKA	3.030,00	303
61817894937	490,00	GRAD ZAGREB	TRG STJEPANA RADIĆA 1, ZAGREB, HRVATSKA	490,00	49
92495687903	21.510,00	GRMEK TOMISLAV	VIŠNJEVAC 2, ZAGREB, HRVATSKA	21.510,00	2.151
18139536103	43.580,00	HACEK MILJENKO	SLAVENSKA 16, VARAŽDIN, HRVATSKA	43.580,00	4.358
29887444970	23.922.810,00	HANŽEKOVIĆ MARIJAN	MLINOVI 14, ZAGREB, HRVATSKA	23.922.810,00	2.392.281
63073332379	77.120,00	HEP OPSKRBA D.O.O.	ULICA GRADA VUKOVARA 37, ZAGREB, HRVATSKA	77.120,00	7.712
84196537443	5.838.780,00	HERMES-OTVORENI INVESTICIJSKI FOND S PRIVATNOM PONUDOM ZASTUPAN PO ICAM D.O.O.	MASARYKOVA 1, ZAGREB, HRVATSKA	5.838.780,00	583.878
80921653541	1.115.040,00	HPB INVEST D.O.O. ZA HPB DIONIČKI FOND-OIF S JAVNOM PONUDOM	PRAŠKA 5, ZAGREB, HRVATSKA	1.115.040,00	111.504
43449016606	9.873.390,00	HPB INVEST D.O.O. ZA HPB GLOBAL FOND-OIF S JAVNOM PONUDOM	PRAŠKA 5, ZAGREB, HRVATSKA	9.873.390,00	987.339
02993069950	2.457.150,00	HPB INVEST D.O.O. ZA HPB OBVEZNIČKI FOND-OIF S JAVNOM PONUDOM	PRAŠKA 5, ZAGREB, HRVATSKA	2.457.150,00	245.715
87311810356	1.578.110,00	HP-HRVATSKA POŠTA	BRANIMIROVA 4, ZAGREB, HRVATSKA	1.578.110,00	157.811
97585721613	292.740,00	HRENIĆ DRAŽEN	NIKOLE PAVIĆA 17, ZAGREB, HRVATSKA	292.740,00	29.274
87950783661	3.134.370,00	HRVATSKA AGENCIJA ZA POŠTU I ELEKTRONIČKE KOMUNIKACIJE	ULICA ROBERTA FRANGEŠA MIHANOVIĆA 9, ZAGREB, HRVATSKA	3.134.370,00	313.437
28921978587	1.022.240,00	HRVATSKA ELEKTROPRIVREDA D.D.	ULICA GRADA VUKOVARA 37, ZAGREB, HRVATSKA	1.022.240,00	102.224
87939104217	8.109.430,00	HRVATSKA POŠTANSKA BANKA D.D.	JURIŠIĆEVA 4, ZAGREB, HRVATSKA	8.109.430,00	810.943
69693144506	157.920,00	HRVATSKE ŠUME D.O.O.	FARKAŠA VUKOTINOVIĆA 2, ZAGREB, HRVATSKA	157.920,00	15.792
28921383001	310,00	HRVATSKE VODE	ULICA GRADA VUKOVARA 220, ZAGREB, HRVATSKA	310,00	31
81793146560	52.030.980,00	HRVATSKI TELEKOM D.D.	SAVSKA CESTA 32, ZAGREB, HRVATSKA	52.030.980,00	5.203.098
56668956985	735.890,00	HRVATSKO DRUŠTVO SKLADATELJA	BERISLAVIĆEVA 9, ZAGREB, HRVATSKA	735.890,00	73.589
440301103097413	4.482.250,00	HUAWEI TECHNOLOGIES CO. Ltd	BANTIAN, LONGGANG DISTRICT, SHENZHEN, KINA	4.482.250,00	448.225
86529345062	1.407.130,00	HUAWEI TECHNOLOGIES D.O.O.	ZADARSKA CESTA 80/1, ZAGREB,	1.407.130,00	140.713
34153971720	883.920,00	HUGHES KATICA	TUGARE BB, TUGARE, HRVATSKA	883.920,00	88.392
14036333877	730,00	HYPO ALPE-ADRIA-BANK d.d.	SLAVONSKA AVENIJA 6, ZAGREB, HRVATSKA	730,00	73

87064173078	126.230,00	HYPO LEASING-KROATIEN	KORANSKA 16, ZAGREB, HRVATSKA	126.230,00	12.623
39901919995	371.980,00	HŽ INFRASTRUKTURA D.O.O.	MIHANOVIĆEVA 12, ZAGREB, HRVATSKA	371.980,00	37.198
43331467622	451.470,00	IBM HRVATSKA D.O.O.	MIRAMARSKA 23, ZAGREB, HRVATSKA	451.470,00	45.147
59300096187	2.351.730,00	ICAM D.O.O.	MASARYKOVA 1, ZAGREB, HRVATSKA	2.351.730,00	235.173
05480923050	17.840,00	ILIĆ DOMAGOJ	MEDVEŠČAK 74, ZAGREB, HRVATSKA	17.840,00	1.784
77444604879	155.170,00	INTEL D.O.O.	ALEXANDERA VON HUMBOLDTA 4/B, ZAGREB, HRVATSKA	155.170,00	15.517
91995585043	2.425.020,00	INTERKAPITAL D.D.	MASARYKOVA 1, ZAGREB, HRVATSKA	2.425.020,00	242.502
68481874507	352.480,00	INTERKAPITAL VRIJEDNOSNI PAPIRI D.O.O.	MASARYKOVA 1, ZAGREB, HRVATSKA	352.480,00	35.248
22078550848	180.390,00	IZGRADNJA KRAŠ D.O.O.	KREŠIMIRA FILIĆA 3A, VARAŽDIN, HRVATSKA	180.390,00	18.039
61557563741	473.240,00	JURIĆ SMILJAN	TRSJE 50, ZAGREB, HRVATSKA	473.240,00	47.324
12354089392	32.430,00	JURKOVIĆ FRANJO	STAROPLAVNIČKI PRILAZ 16, BJELOVAR, HRVATSKA	32.430,00	3.243
14477428611	35.860,00	KALAFATIĆ TOMISLAV	GORJANSKA 15, ZAGREB, HRVATSKA	35.860,00	3.586
24917470330	20.110,00	KAPOVIĆ MARKO	RADIĆEVA 38, ZAGREB, HRVATSKA	20.110,00	2.011
30759508070	497.780,00	KAPSCH CARRIERCOM D.O.O.	RADNIČKA CESTA 39, ZAGREB, HRVATSKA	497.780,00	49.778
35901517097	4.210,00	KB1909-SOCIETA FINANZIARIA PER AZIONI	VIA MALTA 002, GORIZIA, ITALIA	4.210,00	421
32455292734	16.210,00	KESERIĆ MAGDICA	DEMERCA 6, ZAGREB, HRVATSKA	16.210,00	1.621
38927264519	162.180,00	KMETOVIĆ DUBRAVKO	ILICA 176, ZAGREB, HRVATSKA	162.180,00	16.218
60643198293	3.122.130,00	KMETOVIĆ IVO	ILICA 176, ZAGREB, HRVATSKA	3.122.130,00	312.213
90259919285	8.100,00	KOLEGA ANAMARIJA	KNEZOVA ŠUBIČA BRIBIRSKIH 12, ZADAR, HRVATSKA	8.100,00	810
10137852607	16.210,00	KOLEGA MARKO	VILIMA KORAJCA 10, ZAGREB, HRVATSKA	16.210,00	1.621
18952151960	62.060,00	KOMPRO D.O.O.	B.J.JELAČIĆA 77, VIŠNJEVAC, HRVATSKA	62.060,00	6.206
99644455223	213.750,00	KONIKOM D.O.O. OSIJEK U STEČAJU	ULICA JABLANOVA 43, OSIJEK, HRVATSKA	213.750,00	21.375
23398588479	243.280,00	KOVAČIĆ MLADEN	MATIJE GUPCA 19, ZAGREB, HRVATSKA	243.280,00	24.328
21320068615	4.400,00	KRALJ BISERKA	ZELENI DOL 6 B, ZAGREB, HRVATSKA	4.400,00	440
65450377562	12.160,00	KRALJ HRVOJE	RIJEČKA 14 A, DUBROVNIK, HRVATSKA	12.160,00	1.216
40643277449	4.680,00	KRALJ HRVOJE	MANDROVIĆEVA 3, ZAGREB, HRVATSKA	4.680,00	468
59117794112	74.890,00	KTV TELEKOM D.O.O.	JEZERSKI PUT BB, IVANEC, HRVATSKA	74.890,00	7.489
31044362779	19.930,00	KUKEC MARIO	STJEPANA RADICA 12, REKA, HRVATSKA	19.930,00	1.993

07226610255	486.560,00	KWSO CAPITALFLEX - OTVORENI INVESTICIJSKI FOND S PRIVATNOM PONUDOM ZASTUPAN PO ICAM D.O.O.	MASARYKOVA 1, ZAGREB, HRVATSKA	486.560,00	48.656
96471809333	32.430,00	LIVUN SELMA	DUKLJANINOVA 1, ZAGREB, HRVATSKA	32.430,00	3.243
61865183767	162.180,00	LOCUSTA INVEST D.O.O.	LJUDEVITA GAJA 28, ZAGREB, HRVATSKA	162.180,00	16.218
66973781540	1.871.430,00	LOCUSTA INVEST D.O.O. ZA ICF BALANCED OIF	LJUDEVITA GAJA 28, ZAGREB, HRVATSKA	1.871.430,00	187.143
48815690681	246.010,00	LOCUSTA INVEST D.O.O. ZA LOCUSTA VALUE II II OIF S PP	LJUDEVITA GAJA 28, ZAGREB, HRVATSKA	246.010,00	24.601
28723946745	178.400,00	MADUNIĆ MARIJA	SVETI DUH 26, ZAGREB, HRVATSKA	178.400,00	17.840
04897873516	8.100,00	MAK DUBRAVKO	MAŽURANIĆEV TRG 2, ZAGREB, HRVATSKA	8.100,00	810
30850164717	3.240,00	MARGIT IVAN	REMETINEČKI GAJ 10/B, ZAGREB, HRVATSKA	3.240,00	324
94409046724	7.380,00	MARKOVINOVIĆ TOMISLAV	MITNIČKA 3, ZAGREB, HRVATSKA	7.380,00	738
84208402315	25.390,00	MAVROVIĆ SAŠA	MALEŠNICA 8, ZAGREB, HRVATSKA	25.390,00	2.539
08937835435	6.082.070,00	MERKUR OSIGURANJE D.D.	ULICA GRADA VUKOVARA 237, ZAGREB, HRVATSKA	6.082.070,00	608.207
93768819117	15.410,00	MILETIĆ MARINKO-ŠANTO	MILETIĆI 124, RTINA, HRVATSKA	15.410,00	1.541
18683136487	2.695.140,00	MINISTARSTVO FINACIJA, Porezna Uprava, Ured za velike porezne obveznike	AVENIJA DUBROVNIK 32, ZAGREB, HRVATSKA	2.695.140,00	269.514
41352832316	57.290,00	MORIS TIM D.O.O.	MIROSLAVA KRLEŽE 1, VARAŽDIN, HRVATSKA	57.290,00	5.729
02956250698	87.500,00	MULTICOM DOO	VLADIMIRA PRELOGA 11, ZAGREB, HRVATSKA	87.500,00	8.750
66434617757	286.900,00	NONNULLUS D.D.	MIRAMARSKA 24, ZAGREB, HRVATSKA	286.900,00	28.690
88150534338	4.840.860,00	ODAŠILJAČI I VEZE	ULICA GRADA VUKOVARA 269D, ZAGREB, HRVATSKA	4.840.860,00	484.086
85127306373	308.000,00	ODVJETNIČKO DRUŠTVO HANŽEKOVIĆ&PART	RADNIČKA CESTA 22, ZAGREB, HRVATSKA	308.000,00	30.800
77548804178	1.457.260,00	OTP EURO OBVEZNIČKI - OIF S JAVNOM PONUDOM ZASTUPAN PO OTP INVEST D.O.O.	ZELINSKA 2, ZAGREB, HRVATSKA	1.457.260,00	145.726
16128752508	2.767.490,00	OTP URAVNOTEŽENI FOND ZASTUPAN PO OTP INVEST D.O.O.	ZELINSKA 2, ZAGREB, HRVATSKA	2.767.490,00	276.749
75785901201	340,00	PARIĆ ALAN	KATALINIČA JERETOVA 20 C, PULA, HRVATSKA	340,00	34
20455535575	5.676.600,00	PBZ CROATIA OSIGURANJE d.d. U IME I ZA RAČUN PBZ CROATIA OSIGURANJE OMF	RADNIČKA CESTA 44, ZAGREB, HRVATSKA	5.676.600,00	567.660
02535697732	2.432.820,00	PBZ D.D./ ILIRIKA JUGOISTOČNA EUROPA - OIF S JAVNOM PONUDOM	RADNIČKA CESTA 50, ZAGREB, HRVATSKA	2.432.820,00	243.282

73073960573	1.172.480,00	PBZ INVEST D.O.O. ZA RAČUN PBZ BOND FOND OTVORENI INVESTICIJSKI FOND S JAVNOM PONUDOM	ILICA 56, ZAGREB, HRVATSKA	1.172.480,00	117.248
39910702377	121.640,00	PELKO BORIS	SPINČIĆEVA 28, ZAGREB, HRVATSKA	121.640,00	12.164
44992002729	10,00	PENDO NIKOLA	BIJELIĆI 1, MAKOŠE, HRVATSKA	10,00	1
11236342073	47.510,00	PERIŠA JADRAN	F. TUĐMANA 100 B, KAŠTEL GOMILICA, HRVATSKA	47.510,00	4.751
35754508254	405.210,00	PHD Media d.o.o.	ŠOSTARIĆEVA 10, ZAGREB, HRVATSKA	405.210,00	40.521
70456542492	40.540,00	PLEŠA SINIŠA	JOSIPA KOZARCA 86, BUKOVLJE, HRVATSKA	40.540,00	4.054
97326283154	32.270,00	PODRAVSKA BANKA D.D.	OPATIČKA 3, KOPRIVNICA, HRVATSKA	32.270,00	3.227
56465946250	50.000,00	POREZNI SERVIS POREZNO SAVJETNIŠTVO	KUMROVEČKA 1/2, ZAGREB, HRVATSKA	50.000,00	5.000
45451973117	887.220,00	POSLOVNI CENTAR MANI DOO	BANI BB, ZAGREB, HRVATSKA	887.220,00	88.722
71347681362	3.243.770,00	PREVIŠIĆ JOZO	ILICA 56, ZAGREB, HRVATSKA	3.243.770,00	324.377
03293775516	1.881.380,00	RADOVAN TURKOVIĆ GORDANA	TUŠKANAC 44, ZAGREB, HRVATSKA	1.881.380,00	188.138
99921237803	48.650,00	RAĐENOVIĆ BALŠA	PORTIĆ 20, RIJEKA, HRVATSKA	48.650,00	4.865
81769224349	14.830.010,00	RAIFFEISEN INVEST D.O.O. ZA RAČUN RAIFFEISEN BALANCED OTVORENI INVESTICIJSKI FOND S JAVNOM PONUDOM, BONDS OTVORENI, CENTRAL EUROPE; RF ADVANTAGE	PALMOTIĆEVA 56, ZAGREB, HRVATSKA	14.830.010,00	1.483.001
53056966535	22.462.640,00	RAIFFEISENBANK AUSTRIA D.D.	MAGAZINSKA 69, ZAGREB, HRVATSKA	22.462.640,00	2.246.264
81238047130	8.100,00	RIBNJAČARSTVO POLJANA D.D.	RIBNJACI 1, KANIŠKA IVA, HRVATSKA	8.100,00	810
69223811952	4.054.710,00	ROYAL MEĐUGENERACIJSKA SOLIDARNOST DD	MAŽURANIĆEV TRG 13, ZAGREB, HRVATSKA	4.054.710,00	405.471
48155891421	8.100,00	RUKAVINA DAMIR	K. ZVONIMIRA 4, NAŠICE, HRVATSKA	8.100,00	810
98532256222	81.090,00	RUNJE BORIS	ANDRIJE HEBRANGA 41, OSIJEK, HRVATSKA	81.090,00	8.109
55648908488	486.370,00	S&T HRVATSKA DOO	BORONGAJSKA CESTA 81A, ZAGREB, HRVATSKA	486.370,00	48.637
60913304931	12.160,00	SIJEČIĆ ELVEDIN	SLAVENSKOG 4, ZAGREB, HRVATSKA	12.160,00	1.216
33024937094	48.650,00	SIKIRIĆ RADMILA	BADEMOVAC 21, ZAGREB, HRVATSKA	48.650,00	4.865
54766127945	1.430,00	SKRAČIĆ DUBRAVKO	CERNIČKA 41, ZAGREB, HRVATSKA	1.430,00	143
48698867849	170.290,00	SPAVENTI RADAN	TOMAŠIĆEVA 1, ZAGREB, HRVATSKA	170.290,00	17.029
20142998436	1.304.270,00	STORM COMPUTERS D.O.O.	SAVICA ŠANCI 127, ZAGREB, HRVATSKA	1.304.270,00	130.427

85574684527	81.680,00	STUDIO CONEX D.O.O.	RUŽIČEVA 31, RIJEKA, HRVATSKA	81.680,00	8.168
43340124580	244.690,00	SUPRA NET D.O.O.	MAJSTORSKA 5, ZAGREB, HRVATSKA	244.690,00	24.469
41941838276	8.100,00	ŠIMUNIĆ DAMIR	RACKOGA 11, ZAGREB, HRVATSKA	8.100,00	810
23175245651	32.430,00	ŠKIFIĆ ROBERT	VUKOVARSKA 6 F, ZADAR, HRVATSKA	32.430,00	3.243
65844410276	213.440,00	ŠKREBLIN ŽELJKO	G,BISTRA, TESARSKA 5, DONJA BISTRA, HRVATSKA	213.440,00	21.344
55806434660	8.100,00	ŠMIDIHEN IGOR	DEMERCOVA 6, ZAGREB, HRVATSKA	8.100,00	810
30419456430	16.210,00	ŠTERN VEDRAN	OGRIZOVIĆEVA 28 B, ZAGREB, HRVATSKA	16.210,00	1.621
70133616033	4.044.480,00	TELE 2 D.O.O.	ULICA GRADA VUKOVARA 269D, ZAGREB, HRVATSKA	4.044.480,00	404.448
22078329702	1.168.740,00	TERAD D.O.O.	GOJLANSKA 41, ZAGREB, HRVATSKA	1.168.740,00	116.874
18522259764	57.740,00	TIBO SISTEMI DOO	VESLAČKA 2, ZAGREB, HRVATSKA	57.740,00	5.774
85746060318	24.320,00	TODORIĆ ANTE	BUKOVAČKA CESTA 308 A, ZAGREB, HRVATSKA	24.320,00	2.432
13348411595	24.320,00	TODORIĆ ZDENKA	BUKOVAČKA CESTA 308 A, ZAGREB, HRVATSKA	24.320,00	2.432
24272881500	129.750,00	TODOROVIĆ IGOR	BLAGE ZADRE 185/24, VUKOVAR, HRVATSKA	129.750,00	12.975
65085458981	141.910,00	TOMAŠEK DAVID	MIHOVLJANSKA 4, ČAKOVEC, HRVATSKA	141.910,00	14.191
29743547503	4.054.710,00	TRIGLAV OSIGURANJE D.D.	ANTUNA HEINZA 4, ZAGREB, HRVATSKA	4.054.710,00	405.471
84732938353	141.460,00	USLUŽNI OBRT BRZOGLAS - SERVIS vl. Mario Šestak	S. TKALČECA 10, SESVETE, HRVATSKA	141.460,00	14.146
57788025355	16.210,00	VERIĆ PETAR	RUDEŠKA CESTA 91, ZAGREB, HRVATSKA	16.210,00	1.621
29524210204	9.900.030,00	VIPnet d.o.o.	VRTNI PUT 1, ZAGREB, HRVATSKA	9.900.030,00	990.003
77363962568	486.560,00	VLAHOVIĆ ANTE	T. UJEVIČA 11, ROVINJ, HRVATSKA	486.560,00	48.656
57157474318	8.100,00	VUKŠIĆ IVAN	HORVAČANSKA CESTA 31 E, ZAGREB, HRVATSKA	8.100,00	810
21625027086	40.540,00	VUKŠIĆ VLATKA	STARA KNEŽIJA 10, ZAGREB, HRVATSKA	40.540,00	4.054
37829555695	40.540,00	VUKŠIĆ ŽELIMIR	STARA KNEŽIJA 10, ZAGREB, HRVATSKA	40.540,00	4.054
52848403362	1.621.880,00	WIENER OSIGURANJE VIENNA INSURANCE GROUP D.D.	SLOVENSKA ULICA 24, ZAGREB, HRVATSKA	1.621.880,00	162.188
92963223473	282.046.960,00	ZAGREBAČKA BANKA d.d.	PAROMLINSKA 2 SEKTOR VLASNIČKIH UDJELA, ZAGREB, HRVATSKA	282.046.960,00	28.204.696
64528475005	40.540,00	ZOBEC ANA	VLADIMIRA PRELOGA 7, ZAGREB, HRVATSKA	40.540,00	4.054
	539.880.170,00			539.880.170,00	53.988.017

Upon the conclusion of the pre-bankruptcy settlement in the extra-contentious proceedings reg. no. Stpn-354/13 in front of the Commercial Court in Zagreb, the Management of the Company shall

announce within 3 working days thereof, on the internet site of Zagreb Stock Exchange and internet site of the Company, the call for subscription of shares. Subscription of shares will take place during the period of 20 days from the announcement. The subscription of shares will take place in the domicile of the Company.

The shares will be subscribed by the written statement (entry-book) and each of the subscribers will have to enter into the Agreement on the contribution of rights (claim) to the share capital with the Company. In case certain creditor listed in the above table does not enter into Agreement on the contribution of rights (claim) to the share capital until the expiration of the deadline stated in the previous paragraph, it will be assumed that he/she/it has decided not to proceed with the subscription of shares.

Subscription of shares will be deemed successful regardless of the number of subscribed shares, under condition that at least one person from the above table subscribes shares and enters into the Agreement on the contribution of rights (claim) to the share capital.

Article 5

The call for the subscription of shares shall be announced pursuant to the Article 351 paragraphs 1 and 2 of the Capital Market Act, without previously published prospect, considering that the offer for subscription of shares shall be addressed to less than 150 natural and legal persons, which are not qualified investors.

Article 6

The registered shares are issued in an immaterial form and are registered in the computerised system of the Central Depository and Clearing Company (hereinafter: CDCC). The investors gain all rights granted by the law and the Statute of the Company from the day of registration of share capital increase into the court register of the competent Commercial Court.

Article 7

The Management of the Company is hereby authorised to take all the actions necessary to register the share capital increase in the CDCC register. The registration of share capital increase will be conducted pursuant to the Rules of regulation of CDCC immediately upon the registration of share capital increase into the court register of the competent Commercial Court.

Article 8

Enlisting the shares to Zagreb Stock Exchange will be conducted within the legal deadline of 12 months from the day of issuance of shares, pursuant to the relevant regulations.

The Management of the Company is hereby authorised to conduct the enlisting of newly issued ordinary shares of the Company to Zagreb Stock Exchange, pursuant to the relevant regulations.

Article 9

The decision on the share capital increase comes into force on the day of its adoption, and it is to be executed from the day of conclusion of the pre-bankruptcy settlement in the proceedings under reg.no. Stpn-354/13 in front of the Commercial Court in Zagreb.

By registration of share capital increase in the court register it will be assumed that share capital increase is successfully conducted. The share capital is increased as of the day of registration in the court register of the Commercial Court in Zagreb.

Article 10

The final amount of the share capital increase will depend on the number of shares that will be subscribed and for which the contribution in kind will be made. The Management of the Company, along with the approval of the Supervisory Board, will determine the exact amount of rights (claims) contributed to the share capital of the Company, and the exact number of shares that are issued.

The Supervisory Board of the Company, upon approving the determined amount of rights and shares, is hereby authorised to adopt a decision on the amendment of the Statute of the Company in order to align the text of the Statute in regard to the provisions on the amount of share capital, type of contribution to the share capital and the number of shares in the final text of the Statute, with the amendments that relate to share capital increase against contributions in kind and issuance of new shares.

Zagreb, 25. February 2014

Invitation to shareholders for the General Assembly

Shareholders are hereby invited to participate in the work of the General Assembly. Also, participants are invited to come one hour prior to its designated beginning, for the purpose of drafting of the list of participants in the General Assembly timely.

The materials for the General Assembly which are to serve as basis for adopting the published decisions will be available for insight from the date of publication of this invitation on Company premises, at its corporate address in Zagreb, Bani 75a, Buzin, every work day from 12,00 to 13,00 hrs as well as on Company`s website: www.optima.hr

The right of participation in the General Assembly belongs to shareholders who, at no later than the sixth day prior to it being held, are duly registered as Company's shareholders with the CCDC Depository, and whose application to participate arrives to corporate headquarters in Zagreb, Bani 75a, no later than the sixth day prior to it being held (not counting the date of receipt), i.e. until the 8 April 2014.

The shareholders participate in the General Assembly in person, or by way of proxy, on the grounds of a valid special written power of attorney issued by the shareholder, i.e. the person authorised to represent a shareholder that is a legal entity, in the name of that shareholder. A valid special power of attorney must contain: Information on the personal or company name of the attorney-in-fact and client, as well as a special authorisation to vote in the name of the represented shareholder. The power of attorney form can be found at the Company's website: www.optima.hr. In case that the shareholder or the proxy can not be identified (by the valid identification card, power of attorney, court register receipt and similar documents) they will not have a right to participate in the General Assembly.

The shareholders who jointly own shares in the amount of 1/20 of the Company's share capital can, in line with Art. 278, para. 2 of the Companies Act (the Official Gazette 111/93. and others, hereinafter the "CA"), by written request, request from the Company Management for an item to be added to the Agenda and so published. The request for adding an item to the Agenda must be received at least 30 days prior to the General Assembly being held.

The shareholders have a right to propose counterproposal to the decision proposal given by the Management Board or the Supervisory Board in line with the provision from CA Article 282, para. 1, The shareholders proposals, with personal name of the shareholder, explanation and opinion of the Management Board members will be available to persons stated in CA Article 281, paras. 1 through 3, and shall be made available to the shareholders on the internet site of the Company (www.optima.hr), provided that at least 14 days prior to the General Assembly being held, a shareholder delivers to the Company his/her counterproposal. The date of receipt of proposal in the Company is not calculated into this deadline of 14 days. If the shareholder chooses not to exercise this right, this does not represent a waiver of giving counterproposals in the General Assembly. The stated respectively relates to shareholders' proposals on election of members of the Supervisory Board or the appointment of Company auditors.

Shareholders have a right to request explanation from the Management Board on the Company's affairs if this is necessary for deciding on items of the Agenda.

If the convoked General Assembly should not have quorum designated in the Company Statute, the General Assembly will be held the following work day, at 12.00 hrs at the same place, with the same Agenda. This General Assembly shall be held and it will be able to make valid decisions regardless of the number of shareholders present.

Information from the Article 280a of the CA are available on the Company's website, www.optima.hr.

Goran Jovičić,
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